According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0572-0031. The time required to complete this information collection is estimated to average 4 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

| USDA-RUS | This data will be used by RUS to review your financial situation. Y and, subject to federal laws and regulations regarding confidentia | |
|---|---|----------------------|
| BORROWER NAME | | |
| OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS | Moundville Telephone Company, In | c. |
| INSTRUCTIONS-Submit report to RUS within 30 days after close of the period. | PERIOD ENDING | BORROWER DESIGNATION |
| For detailed instructions, see RUS Bulletin 1744-2. Report in whole dollars only. | December, 2012 | AL0559 |

CERTIFICATION

We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief.

ALL INSURANCE REQUIRED BY 7 CFR PART 1788, CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.

DURING THE PERIOD COVERED BY THIS REPORT PURSUANT TO PART 1788 OF 7CFR CHAPTER XVII

(Check one of the following)

| All of the obligations under the RUS loan documents have been fulfilled in all material respects. | | There has been a default in the fulfillment of the obligations under the RUS loan documents. Said default(s) is/are specifically described in the Telecom Operating Report |
|---|----------|--|
| Larry Taylor | 4/1/2013 | |
| | DATE | |

| | | PART A | A. BALANCE SHEET | | |
|--|------------|---------------|---|------------|---------------|
| | BALANCE | BALANCE | | BALANCE | BALANCE |
| ASSETS | PRIOR YEAR | END OF PERIOD | LIABILITIES AND STOCKHOLDERS' EQUITY | PRIOR YEAR | END OF PERIOD |
| CURRENT ASSETS | | | CURRENT LIABILITIES | | |
| Cash and Equivalents | 111,596 | 253,402 | 25. Accounts Payable | 440,828 | 425,447 |
| 2. Cash-RUS Construction Fund | | | 26. Notes Payable | 314,617 | 364,490 |
| 3. Affiliates: | | | 27. Advance Billings and Payments | 77,885 | 74,067 |
| a. Telecom, Accounts Receivable | | | 28. Customer Deposits | 2,000 | |
| b. Other Accounts Receivable | 27,427 | | 29. Current Mat. L/T Debt | 452,000 | 400,000 |
| c. Notes Receivable | | | 30. Current Mat. L/T Debt-Rur. Dev. | | |
| 4. Non-Affiliates: | | | 31. Current MatCapital Leases | | |
| a. Telecom, Accounts Receivable | 3,030 | 116,891 | 32. Income Taxes Accrued | | |
| b. Other Accounts Receivable | 235,705 | 312,493 | 33. Other Taxes Accrued | | |
| c. Notes Receivable | | | 34. Other Current Liabilities | 4,033 | 6,908 |
| 5. Interest and Dividends Receivable | | | 35. Total Current Liabilities (25 thru 34) | 1,291,363 | 1,270,912 |
| 6. Material-Regulated | 100,918 | 54,621 | LONG-TERM DEBT | | |
| 7. Material-Nonregulated | | | 36. Funded Debt-RUS Notes | 750,987 | 643,259 |
| 8. Prepayments | | | 37. Funded Debt-RTB Notes | | |
| 9. Other Current Assets | 42,251 | 28,990 | 38. Funded Debt-FFB Notes | 1,103,417 | 945,133 |
| 10. Total Current Assets (1 Thru 9) | 520,927 | 766,397 | 39. Funded Debt-Other | 409,292 | 350,580 |
| NONCURRENT ASSETS | | | 40. Funded Debt-Rural Develop. Loan | | |
| 11. Investment in Affiliated Companies | | | 41. Premium (Discount) on L/T Debt | | |
| a. Rural Development | | | 42. Reacquired Debt | | |
| b. Nonrural Development | | | 43. Obligations Under Capital Lease | | |
| 12. Other Investments | | | 44. Adv. From Affiliated Companies | | |
| a. Rural Development | | | 45. Other Long-Term Debt | | |
| b. Nonrural Development | 285,206 | 279,590 | 46. Total Long-Term Debt (36 thru 45) | 2,263,696 | 1,938,972 |
| 13. Nonregulated Investments | 329,115 | | OTHER LIAB. & DEF. CREDITS | | |
| 14. Other Noncurrent Assets | | | 47. Other Long-Term Liabilities | | |
| 15. Deferred Charges | | | 48. Other Deferred Credits | 707,892 | 666,917 |
| 16. Jurisdictional Differences | | | 49. Other Jurisdictional Differences | | |
| 17. Total Noncurrent Assets (11 thru 16) | 614,321 | 526,462 | 50. Total Other Liabilities and Deferred Credits (47 thru 49) | 707,892 | 666,917 |
| PLANT, PROPERTY, AND EQUIPMENT | | | EQUITY | | |
| 18. Telecom, Plant-in-Service | 12,497,478 | 12,608,573 | 51. Cap. Stock Outstand. & Subscribed | 30,000 | 30,000 |
| 19. Property Held for Future Use | | | 52. Additional Paid-in-Capital | 11,800 | 11,800 |
| 20. Plant Under Construction | 177,961 | 177,961 | 53. Treasury Stock | | |
| 21. Plant Adj., Nonop. Plant & Goodwill | 362,714 | 197,893 | 54. Membership and Cap. Certificates | | |
| 22. Less Accumulated Depreciation | 8,022,758 | 8,600,724 | 55. Other Capital | | |
| 23. Net Plant (18 thru 21 less 22) | 5,015,395 | | 56. Patronage Capital Credits | | |
| 24. TOTAL ASSETS (10+17+23) | | | 57. Retained Earnings or Margins | 1,845,892 | 1,757,961 |
| | | | 58. Total Equity (51 thru 57) | 1,887,692 | 1,799,761 |
| | | | 59. TOTAL LIABILITIES AND EQUITY (35+46+50+58) | , , | |
| | 6.150 643 | 5,676,562 | · · · · · · · · · · · · · · · · · · · | 6,150,643 | 5,676,562 |

OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS

BORROWER DESIGNATION

AL0559

PERIOD ENDING

December, 2012

INSTRUCTIONS- See RUS Bulletin 1744-2

PART B. STATEMENTS OF INCOME AND RETAINED EARNINGS OR MARGINS

| PART B. STATEMENTS OF INCOME AND RETAINED EARNINGS OR MARGINS | | | | |
|---|----------------|-----------|--|--|
| ITEM | PRIOR YEAR | THIS YEAR | | |
| Local Network Services Revenues | 598,383 | 493,627 | | |
| 2. Network Access Services Revenues | 1,655,724 | 1,796,068 | | |
| 3. Long Distance Network Services Revenues | | | | |
| Carrier Billing and Collection Revenues | 22,614 | 11,658 | | |
| 5. Miscellaneous Revenues | 11,585 | 22,201 | | |
| 6. Uncollectible Revenues | 22,381 | 1,716 | | |
| 7. Net Operating Revenues (1 thru 5 less 6) | 2,265,925 | 2,321,838 | | |
| 8. Plant Specific Operations Expense | 408,609 | 388,392 | | |
| 9. Plant Nonspecific Operations Expense (Excluding Depreciation & Amortization) | 132,077 | 169,301 | | |
| 10. Depreciation Expense | 797,970 | 707,134 | | |
| 11. Amortization Expense | | | | |
| 12. Customer Operations Expense | 76,843 | 61,695 | | |
| 13. Corporate Operations Expense | 868,043 | 810,103 | | |
| 14. Total Operating Expenses (8 thru 13) | 2,283,542 | 2,136,625 | | |
| 15. Operating Income or Margins (7 less 14) | (17,617) | 185,213 | | |
| 16. Other Operating Income and Expenses | | | | |
| 17. State and Local Taxes | 14,605 | (5,350) | | |
| 18. Federal Income Taxes | (72,136) | (15,309) | | |
| 19. Other Taxes | 60,797 | 68,786 | | |
| 20. Total Operating Taxes (17+18+19) | 3,266 | 48,127 | | |
| 21. Net Operating Income or Margins (15+16-20) | (20,883) | 137,086 | | |
| 22. Interest on Funded Debt | 98,456 | 76,087 | | |
| 23. Interest Expense - Capital Leases | | | | |
| 24. Other Interest Expense | | | | |
| 25. Allowance for Funds Used During Construction | | | | |
| 26. Total Fixed Charges (22+23+24-25) | 98,456 | 76,087 | | |
| 27. Nonoperating Net Income | (18,242) | (106,938) | | |
| 28. Extraordinary Items | (==,===, | <u> </u> | | |
| 29. Jurisdictional Differences | | | | |
| 30. Nonregulated Net Income | 81,202 | 14,437 | | |
| 31. Total Net Income or Margins (21+27+28+29+30-26) | · | | | |
| 32. Total Taxes Based on Income | (56,379) | (31,502) | | |
| 33. Retained Earnings or Margins Beginning-of-Year | (21,604) | (28,104) | | |
| | 1,902,271 | 1,845,892 | | |
| 34. Miscellaneous Credits Year-to-Date | - | | | |
| 35. Dividends Declared (Common) 36. Dividends Declared (Preferred) | + | | | |
| | + | | | |
| 37. Other Debits Year-to-Date | + | 56,429 | | |
| 38. Transfers to Patronage Capital | 1 045 000 | | | |
| 39. Retained Earnings or Margins End-of-Period [(31+33+34) - (35+36+37+38)] | 1,845,892 | 1,757,961 | | |
| 40. Patronage Capital Beginning-of-Year | | | | |
| 41. Transfers to Patronage Capital | | | | |
| 42. Patronage Capital Credits Retired | | | | |
| 43. Patronage Capital End-of-Year (40+41-42) | 0 | 0 | | |
| 44. Annual Debt Service Payments | 550,000 | 475,000 | | |
| 45. Cash Ratio [(14+20-10-11) / 7] | 0.6571 | 0.6364 | | |
| 46. Operating Accrual Ratio [(14+20+26) / 7] | 1.0527 | 0.9737 | | |
| 47. TIER [(31+26) / 26] | 0.4274 | 0.5860 | | |
| 48. DSCR [(31+26+10+11) / 44] | 1.5274 | 1.5826 | | |

OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS

BORROWER DESIGNATION

AL0559

PERIOD ENDED

December, 2012

INSTRUCTIONS - See RUS Bulletin 1744-2

| | Part C. SUBSCRIBER (ACCESS LINE), ROUTE MILE, & HIGH SPEED DATA INFORMATION | | | | | | |
|---|---|-------|----------|---------------------|-------|-------------------------|-------|
| | 1. RA | ATES | 2. SUBS | CRIBERS (ACCESS LIN | ES) | 3. ROUTE MILES | |
| EXCHANGE | B-1 | R-1 | BUSINESS | RESIDENTIAL | TOTAL | TOTAL (including fiber) | FIBER |
| | (a) | (b) | (a) | (b) | (c) | (a) | (b) |
| Moundville | 29.10 | 14.86 | 230 | 958 | 1,188 | 220.00 | 10.00 |
| MobileWireless | | | | | 0 | | |
| Route Mileage Outside Exchange Area | | | | | | 0.00 | 0.00 |
| Total | | | 230 | 958 | 1,188 | 220.00 | 10.00 |
| No. Exchanges | 1 | | | | | | |

OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS

BORROWER DESIGNATION AL0559

PERIOD ENDED

December, 2012

INSTRUCTIONS - See RUS Bulletin 1744-2

Total

1,188

526

| | Part C. SUBSCRIBER (ACCESS LINE), ROUTE MILE, & HIGH SPEED DATA INFORMATION | | | | | | | |
|----------------------|---|---------------------------------------|---------------------------------|--|---|---------------------------------------|-----------------|-----------------------------|
| □. BROA□BAN□ SER□ICE | | | | | | | | |
| | | | | | Ⅲ □□ L□□□□E□□□□ | B B B B B B B B B B B B B B B B B B B | | |
| EXCHANGE | No. Access Lines □ith BB available (a) | No Of Broadband Subscribers (b) | Number Of Subscribers (c) | Advertised Do⊡nload Rate (□b⊡s) (d) | Advertised U⊒oad Rate (□b⊡s) (e) | Price Per Month (f) | Standalone Pc g | T⊡e Of Technolog□ (g) |
| Moundville | 1,188 | 526 | 108 | 1,500 | 512 | 49.95 | StandAlone | DSL |

| USDA-RUS | | | | BORROWER DESIGNATION | | | |
|--|--------------------------|-------------------------|----------------|---------------------------|----------------|--------------------------------------|--|
| OPERATING REPORT FOR | | | AL0559 | AL0559 | | | |
| TELECOMMUNICATIONS BORROWERS | | | | | 3 | | |
| | | | | December, 2 | 012 | | |
| INSTRUCTIONS- See RUS Bulletin | 1744-2 | | | | | | |
| | | PART . S.STE | M □ATA | | | | |
| 1. No. Plant Employees 7 | 2. No. Other Employees | 3. Square Miles Served | 160 | 4. Access Lines per Squar | re Mile 7 . 43 | 5. Subscribers per Route Mile 5 . 40 | |
| | | PART E. TOLL | □АТА | | | | |
| Stud□Area ID Code(s) | 2. T⊡es of To | II Settlements (Chec□on | ie) | | | | |
| a. | | | Interstate□ | Average Schedule | е | X Cost Basis | |
| | | | | _ | | _ | |
| C. | | | Intrastate□ | X Average Schedule | е | Cost Basis | |
| d. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| i. | | | | | | | |
| | 1 | | | | | | |
| i. | | | | | | | |
| | PART F. | FUNOS INCESTEO IN | PLANT DURING E | AR | | | |
| 1. RUS, RTB, ☐ FFB Loan Funds Ex | ⊂ended | | | | | | |
| 2. Other Long-Term Loan Funds Ex | ended | | | | | | |
| Funds Ex□ended Under RUS Inter | rim A□□roval | | | | | | |
| 4. Other Short-Term Loan Funds Ex | □ended | | | | | | |
| General Funds Ex□ended (Other t | than Interim) | | | | | 111,095 | |
| Salvaged Materials | | | | | | | |
| Contribution in Aid to Construction | | | | | | | |
| 8. Gross Additions to Telecom. Plant | t (1 thru □) | | | | | 111,095 | |
| | PART G. | IN□ESTMENTS IN AFI | FILIATE COMPAN | IES | | | |
| | | CURRENT | □EAR □ATA | | CUMULATI E | ATA | |
| | | | | Cumulative | Cumulative | | |
| INDES | STMENTS | Investment | Income Loss | Investment | Income Loss | Current | |
| | | This □ear | This □ear | To Date | To Date | Balance | |
| | (a) | (b) | (c) | (d) | (e) | (f) | |
| Investment in Affiliated Com anies | | | | | | | |
| Investment in Affiliated Com anie: | s - Nonrural Develo□ment | | | | 1 | | |

| BORROWER DESIGNATION | |
|----------------------|--|
| AL0559 | |
| PERIOD ENDING | |

| OPERATING REPORT FOR | AL0559 |
|---|-----------------------|
| TELECOMMUNICATIONS BORROWERS | PERIOD ENDING |
| | December, 2012 |
| | |
| PART CURREN | NT DEPRECIATION RATES |
| Are corporation's depreciation rates approved by the regulatory authority with jurisdiction over the provision of telephone services? (Check one) | YES X NO |
| | |
| E□UIPMENT CATEGOR□ | □EPRECIATION RATE |
| Land and su □ort assets - Motor □ehicles | 15.00% |
| 2. Land and su⊡ort assets - Aircraft | |
| 3. Land and su □ort assets - S □ecial □ur □ose vehicles | 10.00% |
| 4. Land and su□ort assets - Garage and other □or□e□ui□ment | 10.00% |
| 5. Land and su⊡ort assets - Buildings | 3.01% |
| 6. Land and su⊡ort assets - Furniture and Office e⊡ui⊡ment | 10.00% |
| □ Land and su□□ort assets - General □ur□ose com□uters | 16.00% |
| 8. Central Office S⊡itching - Digital | 10.00% |
| 9. Central Office S□itching - Analog □ Electro-mechanical | |
| 10. Central Office S□itching - O□erator S□stems | |
| 11. Central Office Transmission - Radio S⊡sems | 11.30% |
| 12. Central Office Transmission - Circuit e ui □ment | 11.30% |
| 13. Information origination termination - Station a □ aratus | |
| 14. Information origination termination - Customer □remises □iring | |
| 15. Information origination termination - Large □rivate branch exchang | ges |
| 16. Information origination termination - Public tele hone terminal e u | ıi⊡ment |
| 1□. Information origination termination - Other terminal e □ui ment | |
| 18. Cable and □ire facilities - Poles | |
| 19. Cable and □ire facilities - Aerial cable - Metal | |
| 20. Cable and □ire facilities - Aerial cable - Fiber | |
| 21. Cable and □ire facilities - Underground cable - Metal | |
| 22. Cable and □ire facilities - Underground cable - Fiber | |
| 23. Cable and □ire facilities - Buried cable - Metal | 5.00% |
| 24. Cable and □ire facilities - Buried cable - Fiber | 5.00% |
| 25. Cable and □ire facilities - Conduit s stems | |
| 26. Cable and □ire facilities - Other | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS

BORROWER DESIGNATION

AL0559

PERIOD ENDED

December, 2012

INSTRUCTIONS See held in the online addication.

| | PART I □ STATEMENT OF CAS□ FLOWS | |
|-----|--|-----------|
| 1. | B B C C (C C C R E C R R R C C R R C R C C C C C | 111,596 |
| | CASH FLOWS FROM OPERATING ACTIVITIES | |
| 2. | Net Income | (31,502) |
| | Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities | |
| 3. | Add: Depreciation | 707,134 |
| 4. | Add: Amortization | 0 |
| 5. | Other (Explain) | |
| | Changes in Operating Assets and Liabilities | |
| 6. | Decrease/(Increase) in Accounts Receivable | (163,222) |
| 7. | Decrease/(Increase) in Materials and Inventory | 46,297 |
| 8. | Decrease/(Increase) in Prepayments and Deferred Charges | 0 |
| 9. | Decrease/(Increase) in Other Current Assets | 13,261 |
| 10. | Increase/(Decrease) in Accounts Payable | (15,381) |
| 11. | Increase/(Decrease) in Advance Billings & Payments | (3,818) |
| 12. | Increase/(Decrease) in Other Current Liabilities | 2,875 |
| 13. | Net Cash Provided/(Used) by Operations | 555,644 |
| | CASH FLOWS FROM FINANCING ACTIVITIES | |
| 14. | Decrease/(Increase) in Notes Receivable | 0 |
| 15. | Increase/(Decrease) in Notes Payable | 49,873 |
| 16. | Increase/(Decrease) in Customer Deposits | (2,000) |
| 17. | Net Increase/(Decrease) in Long Term Debt (Including Current Maturities) | (376,724) |
| 18. | Increase/(Decrease) in Other Liabilities & Deferred Credits | (40,975) |
| 19. | Increase/(Decrease) in Capital Stock, Paid-in Capital, Membership and Capital Certificates & Other Capital | 0 |
| 20. | Less: Payment of Dividends | 0 |
| 21. | Less: Patronage Capital Credits Retired | 0 |
| 22. | Other (Explain) | , |
| | | |
| 23. | Net Cash Provided/(Used) by Financing Activities | (369,826) |
| | CASH FLOWS FROM INVESTING ACTIVITIES | |
| 24. | Net Capital Expenditures (Property, Plant & Equipment) | (111,095) |
| 25. | Other Long-Term Investments | 87,859 |
| 26. | Other Noncurrent Assets & Jurisdictional Differences | 0 |
| 27. | Other (Explain) | |
| | Other, net | (20,776) |
| 28. | Net Cash Provided/(Used) by Investing Activities | (44,012) |
| 29. | Net Increase/(Decrease) in Cash | 141,806 |
| 30. | Ending Cash | 253,402 |

Revision Date 2010

| USDA-RUS | BORROWER DESIGNATION |
|--|--------------------------------|
| OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS | AL0559 |
| INSTRUCTIONS - See RUS Bulletin 1744-2 | PERIOD ENDED December, 2012 |
| NOTES TO THE OPERATING REPORT FO | R TELECOMMUNICATIONS BORROWERS |
| | |

| USDA-RUS | BORROWER DESIGNATION | | | |
|---|-----------------------------|--|--|--|
| OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS | AL0559 | | | |
| INSTRUCTIONS - See RUS Bulletin 1744-2 | PERIOD ENDED December, 2012 | | | |
| CERTIFICATION LOAN DEFAULT NOTES TO THE OPERATING REPORT FOR TELECOMMUNICATIONS BORROWERS | | | | |